

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	:	PROMESA
	:	Title III
as representative of	:	Case No. 17-BK-3283 (LTS)
THE COMMONWEALTH OF PUERTO RICO <i>et al.</i> ,	:	(Jointly Administered)
Debtors. <sup>1</sup>	:	

**CREDITORS' COMMITTEE'S URGENT UNOPPOSED MOTION TO FILE OMNIBUS  
REPLY IN SUPPORT OF RENEWED BANKRUPTCY RULE 2004 MOTION  
UNDER SEAL**

---

<sup>1</sup> The Debtors in these title III cases, along with each Debtor's respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566(LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), and (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

To the Honorable United States Magistrate Judge Judith G. Dein:

The Official Committee of Unsecured Creditors of all title III debtors (other than COFINA) (the “Committee”) hereby submits this *Urgent Unopposed Motion to File Omnibus Reply in Support of Renewed Bankruptcy Rule 2004 Motion Under Seal* (the “Motion to Seal”), and hereby states as follows:

**RELIEF REQUESTED**

1. The Committee has already filed a public, partially-redacted version of its *Omnibus Reply in Support of Renewed Motion Seeking Entry Of Order, Under Bankruptcy Rule 2004, Authorizing Discovery With Respect To Certain Causes Of Puerto Rico Financial Crisis Beginning On August 15, 2018* [Docket No. 3183] (the “Omnibus Reply”). This Motion to Seal seeks to file a full, unredacted version of the Omnibus Reply under seal to protect certain confidential information covered by a Nondisclosure Agreement between the Committee and representatives of the Financial Oversight and Management Board (the “Oversight Board”).<sup>2</sup>

**JURISDICTION AND VENUE**

2. The United States District Court for the District of Puerto Rico has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a). Venue is proper pursuant to PROMESA section 307(a).

3. The statutory basis for the relief requested herein is found in sections 105(a) of the Bankruptcy Code and Bankruptcy Rule 9018, made applicable to the title III cases by sections 301(a) and 310 of PROMESA, and Local Rule 9018-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”).

---

<sup>2</sup> An unredacted version of the Omnibus Reply will be delivered to the court for *in camera* review.

**BASIS FOR RELIEF REQUESTED**

4. On May 30, 2018, the Committee filed a public, partially-redacted version of the Omnibus Reply. The Omnibus Reply responds to the various objections opposing the relief sought in the Committee's *Renewed Motion Seeking Entry of Order, Under Bankruptcy Rule 2004, Authorizing Discovery With Respect to Certain Causes of Puerto Rico Financial Crisis Beginning On August 15, 2018* [Docket No. 3066] (the "Renewed Motion").<sup>3</sup>

5. As was the case with the Renewed Motion, the full, unredacted version of the Omnibus Reply contains information regarding the ongoing investigation being performed by certain representatives of the Oversight Board. That information is the subject of a Nondisclosure Agreement between the Committee and the Oversight Board, and concerns matters which—according to the Oversight Board—would impact the integrity of its investigative process. As such, while the Committee and the Oversight Board disagree as to the substantive relief sought in the Renewed Motion, the parties agree that the full, unredacted version of the Omnibus Reply should be filed under seal and only the redacted version of the Omnibus Reply be kept in the public file. The parties further agree that copies of the unredacted Omnibus Reply may be shared with the Puerto Rico Financial Institutions—the entities from whom the Committee intends to seek discovery.

6. The Committee accordingly requests that the court grant the Motion to Seal and allow the Committee to file under seal the full, unredacted version of the Omnibus Reply. *See* Bankruptcy Rule 9018 (the court may “make any order which justice requires” in order to, among other things, “protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information” or to “protect governmental

---

<sup>3</sup> Capitalized terms used but not otherwise defined in this Motion to Seal have the meanings set forth in the Renewed Motion.

matters that are made confidential by statute or regulation"). The Committee further notes that the treatment it requests for the Omnibus Reply is the exact same treatment approved for the Committee's Renewed Motion and the Oversight Board's objection to that Renewed Motion.

*See Orders Granting Motions to Seal [Docket Nos. 3085 and 3113].*

**NOTICE**

7. Counsel for the Committee has conferred with counsel for the Oversight Board, who has reviewed the proposed redactions and does not have any objection to the form of those redactions or the relief otherwise sought in the Motion to Seal. Counsel for the Oversight Board also has agreed that the Puerto Rico Financial Institutions (the entities from whom the Committee seeks discovery) may review unredacted versions of the Omnibus Reply.

**NO PRIOR REQUEST**

8. No previous request for the relief sought herein has been made by the Committee to this or any other court.

9. Pursuant to Local Rule 9013-1 and paragraph I.H of the Fourth Amended Case Management Procedures [Docket No. 2839], the Committee hereby certifies that it has (a) carefully examined the matter and concluded that there is a true need for an urgent hearing; (b) not created the urgency through a lack of due diligence; (c) made a bona fide effort to resolve the matter without a hearing; (d) made reasonable, good faith communications in an effort to resolve or narrow the issues being brought to the court; and (e) conferred with the parties, who do not oppose the relief requested herein.

**CONCLUSION**

10. For the reasons stated above, the Committee requests that the Court grant the Motion to Seal and permit the filing of the full, unredacted version of the Omnibus Reply under seal.

*[Remainder of page intentionally left blank]*

Dated: May 30, 2018

/s/ Luc A. Despins, Esq.

PAUL HASTINGS LLP  
Luc. A. Despins, Esq. (*Pro Hac Vice*)  
James R. Bliss, Esq. (*Pro Hac Vice*)  
James B. Worthington, Esq. (*Pro Hac Vice*)  
G. Alexander Bongartz, Esq. (*Pro Hac Vice*)  
200 Park Avenue  
New York, New York 10166  
Telephone: (212) 318-6000  
[lucdespins@paulhastings.com](mailto:lucdespins@paulhastings.com)  
[jamesbliss@paulhastings.com](mailto:jamesbliss@paulhastings.com)  
[jamesworthington@paulhastings.com](mailto:jamesworthington@paulhastings.com)  
[alexbongartz@paulhastings.com](mailto:alexbongartz@paulhastings.com)

*Counsel to the Official Committee of Unsecured Creditors*

- and -

/s/ Juan J. Casillas Ayala, Esq.

CASILLAS, SANTIAGO & TORRES LLC  
Juan J. Casillas Ayala, Esq., USDC - PR 218312  
Diana M. Batlle-Barasorda, Esq., USDC - PR 213103  
Alberto J. E. Añeses Negrón, Esq., USDC - PR 302710  
Ericka C. Montull-Novoa, Esq., USDC - PR 230601  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Telephone: (787) 523-3434  
[jcasiillas@cstlawpr.com](mailto:jcasiillas@cstlawpr.com)  
[dbatlle@cstlawpr.com](mailto:dbatlle@cstlawpr.com)  
[aanezes@cstlawpr.com](mailto:aanezes@cstlawpr.com)  
[emontull@cstlawpr.com](mailto:emontull@cstlawpr.com)

*Local Counsel to the Official Committee of Unsecured Creditors*